

United States Bankruptcy Court

Southern District of New York

In re **Lehman Brothers Holdings Inc.**, Case Nos. **08-13555**
Jointly Administered

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Perry Principals LLC

Name of Transferee

Goldman Sachs Lending Partners LLC

Name of Transferor

Original Court Claim #: **66437** (\$40,330,307 being the
"Total Claim Amount")

Transferred Claim: \$10,000,000 of the Total Claim
Amount

Name and Address where notices to Transferee
should be sent:

Aaron Zelig
Perry Principals LLC
c/o Perry Capital
767 Fifth Avenue, 19th Floor
New York, NY 10153
tel: 212.583.4067
fax: 212.583.4099
azelig@perrycap.com

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

PERRY PRINCIPALS LLC

By: _____
Name: **Lance Kravitz**
Title: **Authorized Signatory**

Date: January 20, 2011

EVIDENCE OF TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the Southern District of New York (“Bankruptcy Court”)
Attn: Clerk

AND TO: Lehman Brothers Holdings Inc. (“Debtor”)
Case No. 08-13555 (JMP) (Jointly Administered)

Claim #: 66437

Goldman Sachs Lending Partners LLC, its successors and assigns (“Seller”), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned unto:

PERRY PRINCIPALS LLC
c/o Perry Capital
767 Fifth Avenue, 19th Floor
New York, NY 10153

its successors and assigns (“Buyer”), all right, title and interest in and to \$10,000,000.00 (the “Claim”) of Seller against Lehman Brothers Holdings Inc., docketed as Claim number 66437 in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (JMP) (Jointly Administered), or any other court with jurisdiction over the bankruptcy proceedings of the Debtor, including all rights of stoppage in transit, replevin and reclamation.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representative dated January 20, 2011.

GOLDMAN SACHS LENDING PARTNERS LLC ✓ PERRY PRINCIPALS LLC ✓

By: _____
Name: _____
Title: _____

Nancy Y. Kwok
Authorized Signatory

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by
its duly authorized representative dated January 20, 2011.

GOLDMAN SACHS LENDING PARTNERS LLC PERRY PRINCIPALS LLC

By: _____
Name:
Title:

By: _____
Name:
Title: Lance Kravitz
Authorized Signatory

United States Bankruptcy Court/Southern District of New York
Lehman Brothers Holdings Claims Processing Center
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, P.O. Box 5076
New York, NY 10150-5076

PROOF OF CLAIM

In Re: Lehman Brothers Holdings Inc., et al. Debtors.	Chapter 11 Case No. 08-13555 (JMP) (Jointly Administered)
Name of Debtor Against Which Claim is Held: Lehman Brothers Holdings Inc.	Case No. of Debtor: 08-13555

Filed: USBC - Southern District of New York
Lehman Brothers Holdings Inc., Et Al.
08-13555 (JMP) 0000066437



NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503. Additionally, this form should not be used to make a claim for Lehman Programs Securities (See definition on reverse side.)

THIS SPACE IS FOR COURT USE ONLY

Name and address of Creditor; (and name and address where notices should be sent if different from Creditor) Creditor: Metropolitan Life Insurance Company 1095 Avenue of the Americas New York, New York 10036	Notices: Todd Lurie, Esq. c/o MetLife Investments - Legal Dept. P.O. Box 1902 10 Park Avenue Morristown, NJ 07962
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<input checked="" type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.
Court Claim Number: 26964 (If known)
Filed on: September 22, 2009

ORIGINAL

Telephone number: 973-355-4000 / 4368 Email Address: tlurie@metlife.com

Name and address where payment should be sent (if different from above) Derik Cavignano, AVP c/o MetLife Derivatives Accounting and Reporting 18210 Crane Nest Drive Tampa, FL 33647	<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
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Telephone number: 813-983-5835 Email Address: dcavignano@metlife.com

1. Amount of Claim as of Date Case Filed: \$40,330,307

If all or part of your claim is secured, complete Item 4 below; however, if all of your claim is unsecured, do not complete item 4.

If all or part of your claim is entitled to priority, complete Item 5.

If all or part of your claim qualifies as an Administrative Expense under 11 U.S.C. §503(b)(9), complete Item 6.

X Check this box if all or part of your claim is based on a Derivative Contract.*

X Check this box if all or part of your claim is based on a Guarantee.*

***IF YOUR CLAIM IS BASED ON AMOUNTS OWED PURSUANT TO EITHER A DERIVATIVE CONTRACT OR A GUARANTEE OF A DEBTOR, YOU MUST ALSO LOG ON TO <http://www.lehman-claims.com> AND FOLLOW THE DIRECTIONS TO COMPLETE THE APPLICABLE QUESTIONNAIRE AND UPLOAD SUPPORTING DOCUMENTATION OR YOUR CLAIM WILL BE DISALLOWED.**

X Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of interest or additional charges. Attach itemized statement of interest or charges to this form or on <http://www.lehman-claims.com> if claim is based on a Derivative Contract or Guarantee.

2. Basis for Claim: Guarantee of Derivatives contracts that are subject to Termination Agreement dated March 24, 2010 among Claimant, Debtor, Lehman Brothers Special Finance Inc. and MetLife Insurance Company of Connecticut.
(See Instruction #2 on reverse side.)

3. Last four digits of any number by which creditor identifies debtor: N/A
3a. Debtor may have scheduled account as: N/A
(See instruction #3a on reverse side.)

4. Secured Claim (See instruction #4 on reverse side.)

Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.
Nature of property or right of setoff: ☐ Real Estate ☐ Motor Vehicle ☐ Other

Describe: _____

Value of Property: \$ _____ Annual Interest Rate _____ %

Amount of arrearage and other charges as of time case filed included in secured claim, if any:
\$ _____ Basis for perfection: _____

Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____

6. Amount of Claim that qualifies as an Administrative Expense under 11 U.S.C. §503(b)(9): Not less than US\$20,000

7. (See instruction #6 on reverse side.)

8. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.

Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages and security agreements. Attach redacted copies of documents providing evidence of perfection of a security interest. (See definition of "redacted" on reverse side.) If the documents are voluminous, attach a summary.

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain:

Date: 3/29/2010
Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

Todd Lurie

Assistant General Counsel

FOR COURT USE ONLY

FILED / RECEIVED

MAR 30 2010

EPIQ BANKRUPTCY SOLUTIONS, LLC